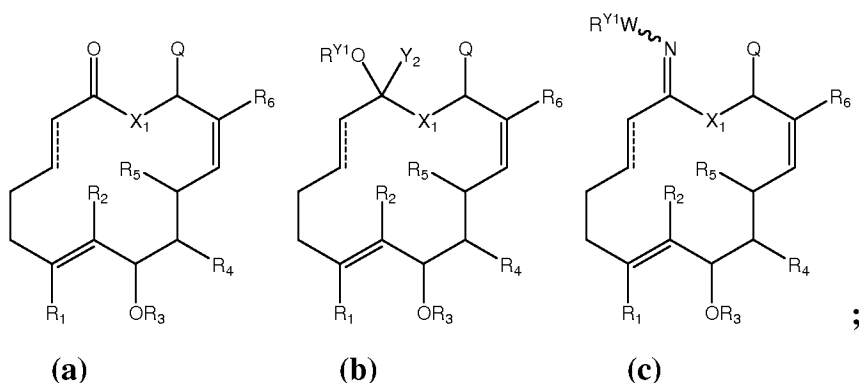


AMENDMENTS TO THE CLAIMS

The following **Listing of Claims** will replace all prior versions, and listings of claims in the application.

1-78. **(Cancelled)**

79. **(New)** A compound having one of the following structures:



or pharmaceutically acceptable salt thereof;

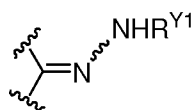
wherein **R₁** and **R₂** are hydrogen or lower alkyl;

R₃, **R₅** and **R₆** are C₁₋₆ alkyl;

the bond is a single bond or a double bond;

R₄ is halogen, -OR^{4A}, -OC(=O)R^{4A} or -NR^{4A}R^{4B}; wherein R^{4A} and R^{4B} are independently hydrogen; a nitrogen protecting group selected from a carbamate, an amide, a cyclic imide derivative, an N-alkyl amine, an N-aryl amine, an imine derivative or an enamine derivative or an oxygen protecting group selected from a substituted methyl ether, a substituted ethyl ether, a substituted benzyl ether, a silyl ether, an ester, a carbonate, a cyclic acetal or a ketal; or R^{4A} and R^{4B}, taken together with the nitrogen atom to which they are attached, form a C₃₋₂₀ heterocyclic or C₃₋₁₄ heteroaryl moiety; or R₄, taken together with the carbon atom to which it is attached

forms a moiety having the structure: or



or R^{4A} and R^{4B} are independently a C_{1-6} alkyl group optionally substituted with one or more of C_{1-20} aliphatic; C_{3-14} aryl; C_{3-14} heteroaryl; C_{1-20} alkyl C_{3-14} aryl; C_{1-20} alkyl C_{3-14} heteroaryl; C_{3-14} aryloxy; C_{1-20} heteroalkoxy, C_{3-14} heteroaryloxy; C_{1-20} alkylthio; C_{3-14} arylthio; hetero C_{1-20} alkylthio; hetero C_{3-14} arylthio; F; Cl; Br; I; -OH; -NO₂; -CN; -CF₃; -CH₂CF₃; -CHCl₂; -CH₂OH; -CH₂CH₂OH; -CH₂NH₂; -CH₂SO₂CH₃; -C(O) R_x ; -CO₂(R_x); -CON(R_x)₂; -OC(O) R_x ; -OCO₂ R_x ; -OCON(R_x)₂; -N(R_x)₂; S(O)₂ R_x ; -NR_x(CO) R_x wherein each occurrence of R_x is independently C_{1-20} aliphatic, hetero C_{1-20} aliphatic, C_{3-14} aryl, C_{3-14} heteroaryl, C_{1-20} alkyl C_{3-14} aryl or C_{1-20} alkyl C_{3-14} heteroaryl;

X_1 is O, S, NR^{X1} or CR^{X1}R^{X2}; wherein R^{X1} and R^{X2} are independently hydrogen, halogen, or a substituted or unsubstituted C_{1-20} alkyl, hetero C_{1-20} alkyl, cyclo C_{3-10} alkyl, heterocyclo C_{3-10} alkyl, C_{3-14} aryl or C_{3-14} heteroaryl, or a nitrogen protecting group selected from a carbamate, an amide, a cyclic imide derivative, an N-alkyl amine, an N-aryl amine, an imine derivative or an enamine derivative;

Q is hydrogen, halogen, -CN, -S(O)₁₋₂R^{Q1}, -NO₂, -COR^{Q1}, -CO₂R^{Q1}, -NR^{Q1}C(=O)R^{Q2}, -NR^{Q1}C(=O)OR^{Q2}, -CONR^{Q1}R^{Q2}, or a substituted or unsubstituted C_{1-20} aliphatic, hetero C_{1-20} aliphatic, C_{3-20} alicyclic, hetero C_{3-20} alicyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety, or -WR^{Q1}; wherein W is independently O, S or NR^{Q3} and each occurrence of R^{Q1}, R^{Q2} and R^{Q3} is independently hydrogen, or a substituted or unsubstituted C_{1-20} aliphatic, hetero C_{1-20} aliphatic, C_{3-20} alicyclic, hetero C_{3-20} alicyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety;

Y_2 is hydrogen, or a substituted or unsubstituted C_{1-20} alkyl, hetero C_{1-20} alkyl, cyclo C_{3-10} alkyl, heterocyclo C_{3-10} alkyl, C_{3-14} aryl, or C_{3-14} heteroaryl moiety; or -WR^{Y1};

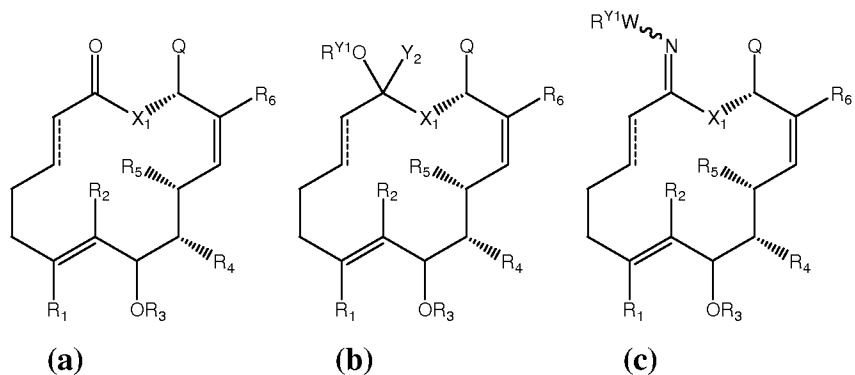
W is O or NH; and

R^{Y1} and R^{Y2} are independently hydrogen, or a substituted or unsubstituted C_{1-20} aliphatic, hetero C_{1-20} aliphatic, C_{3-20} alicyclic, hetero C_{3-20} alicyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety;

wherein for the compound of formula (a), when X^1 is O and the bond ----- is a double bond, Q is hydrogen, halogen, -CN, -S(O)₁₋₂R^{Q1}, -NO₂, -COR^{Q1}, -CO₂R^{Q1}, -NR^{Q1}C(=O)R^{Q2}, -NR^{Q1}C(=O)OR^{Q2}, -CONR^{Q1}R^{Q2}, or -WR^{Q1}; wherein W is independently O, S or NR^{Q3} and each occurrence of R^{Q1}, R^{Q2} and R^{Q3} is independently hydrogen, or a substituted or unsubstituted C_{1-20}

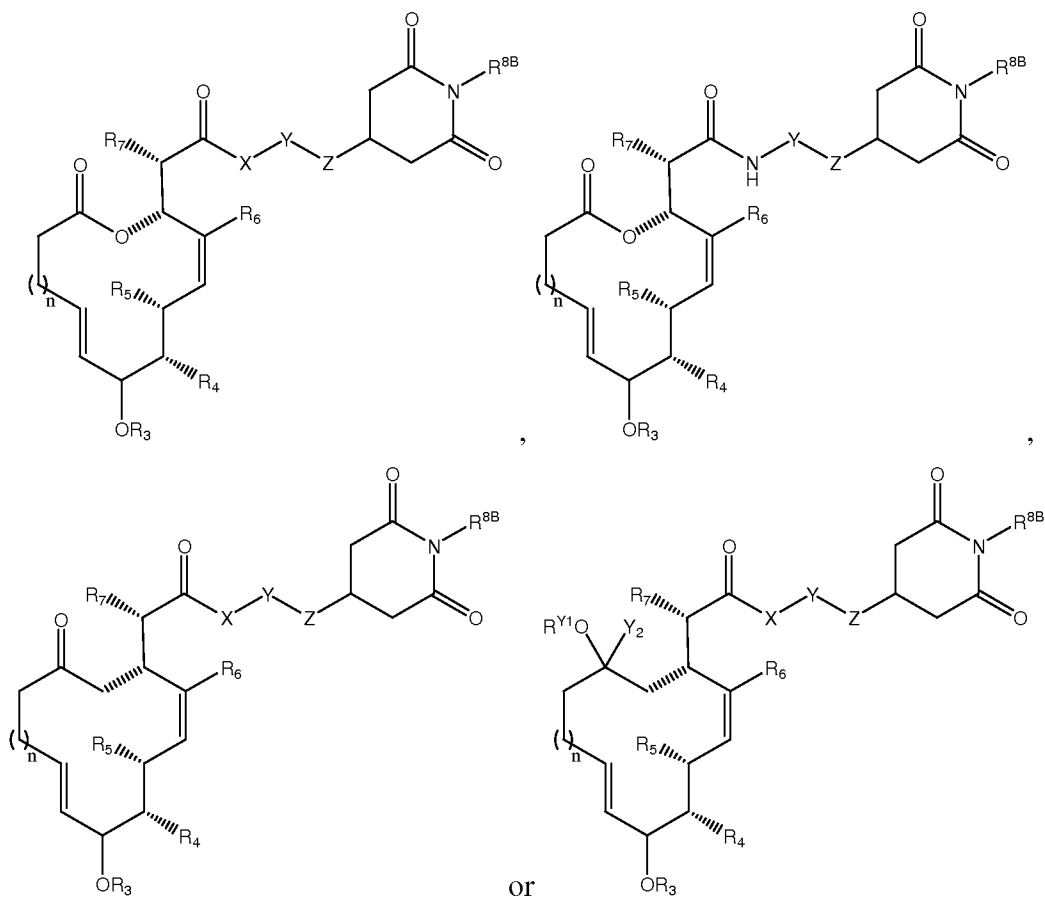
aliphatic, heteroC₁₋₂₀aliphatic, C₃₋₂₀ alicyclic, heteroC₃₋₂₀ alicyclic, C₃₋₁₄aryl or C₃₋₁₄ heteroaryl moiety.

80. **(New)** The compound of claim 1 having one of the following structures:



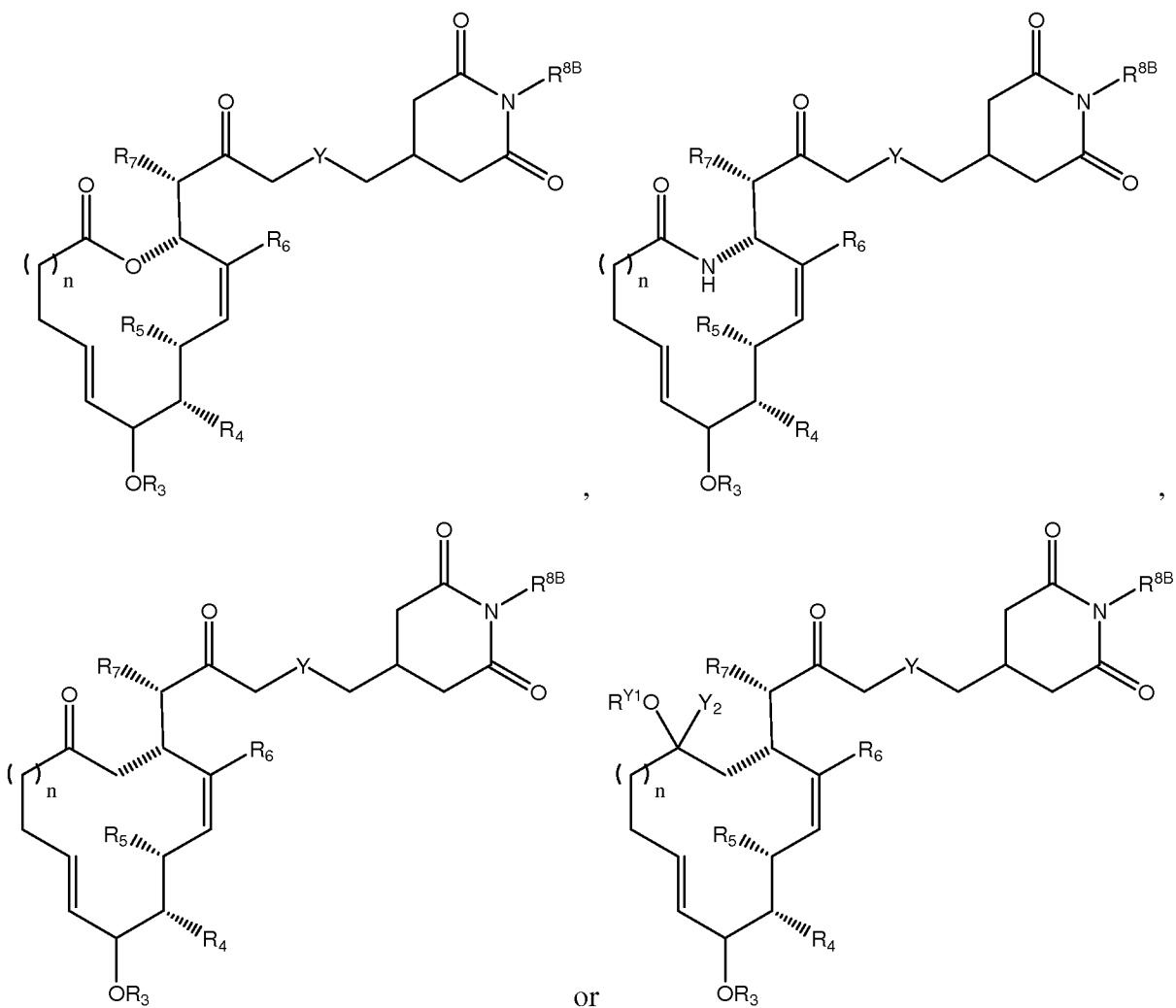
or pharmaceutically acceptable salt thereof.

81. **(New)** The compound of claim 2, wherein the compound has the structure:



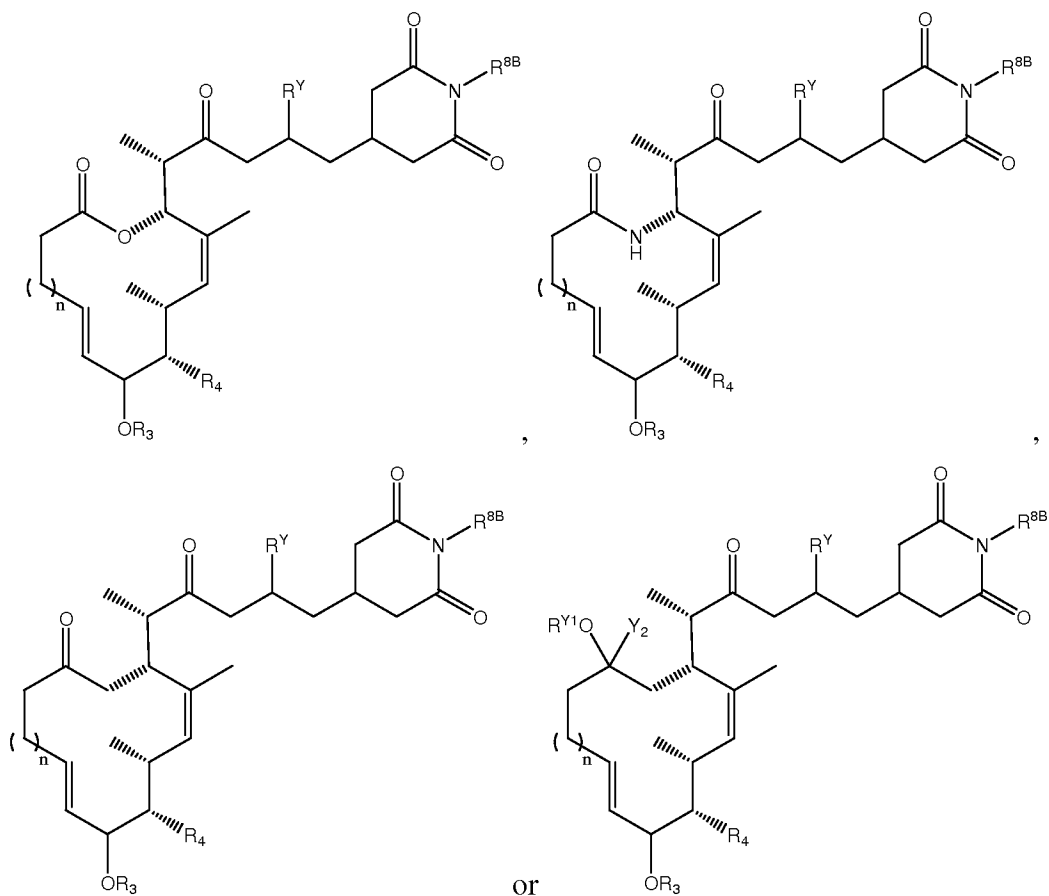
wherein n is 3; Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R^{8B} is hydrogen or C_{1-6} alkyl; and X , Y and Z are independently a bond, $-O-$, $-S-$, $-C(=O)-$, $-NR^{Z1}-$, $-CHOR^{Z1}$, $-CHNR^{Z1}R^{Z2}$, $C=S$, $C=N(R^{Y1})$ or $-CH(Hal)$; or a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain wherein up to two non-adjacent methylene units are independently optionally replaced by CO , CO_2 , $COCO$, $CONR^{Z1}$, $OCONR^{Z1}$, $NR^{Z1}NR^{Z2}$, $NR^{Z1}NR^{Z2}CO$, $NR^{Z1}CO$, $NR^{Z1}CO_2$, $NR^{Z1}CONR^{Z2}$, SO , SO_2 , $NR^{Z1}SO_2$, SO_2NR^{Z1} , $NR^{Z1}SO_2NR^{Z2}$, O , S , or NR^{Z1} ; wherein Hal is a halogen selected from F , Cl , Br and I ; and each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl; or R^{Z1} and R^{Z2} , taken together with the nitrogen atom to which they are attached, form a heterocyclic or heteroaryl moiety;
or pharmaceutically acceptable salt thereof.

82. (New) The compound of claim 2, wherein the compound has the structure:



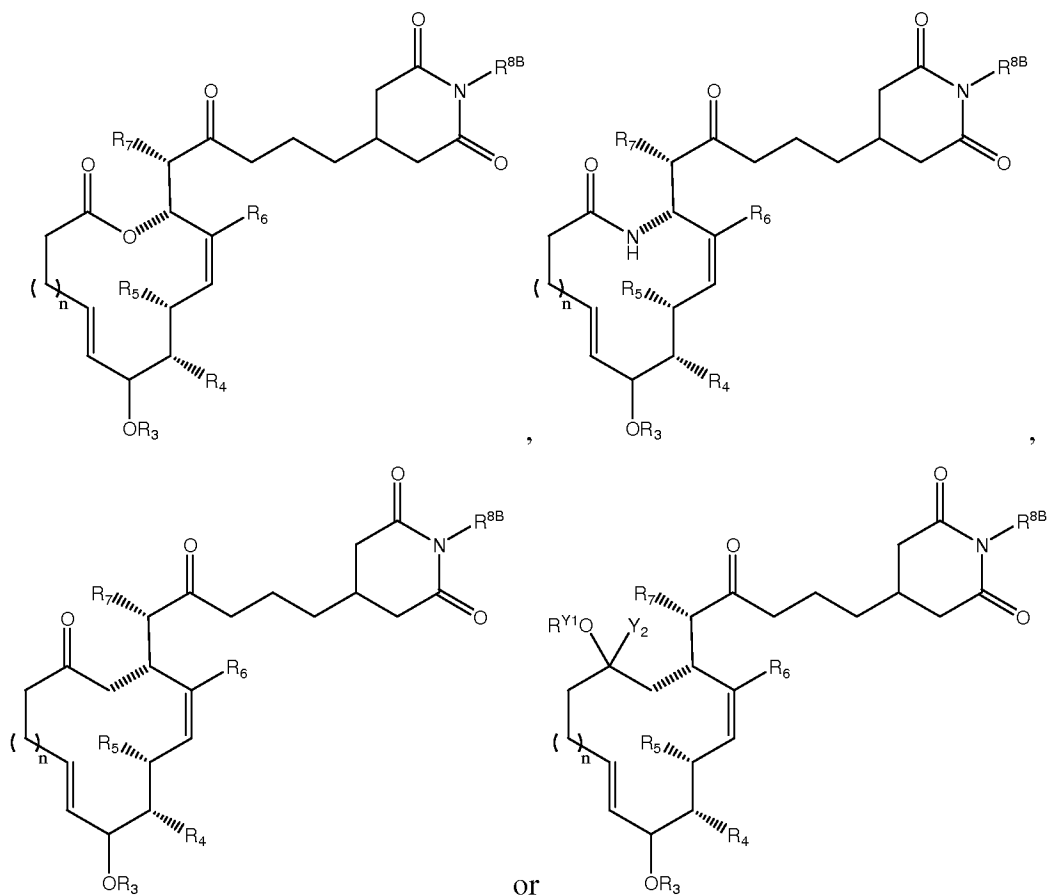
wherein n is 3; Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R^{8B} is hydrogen or C_{1-6} alkyl; and Y is $-CHOR^{Y1}$, $-CHNR^{Y1}R^{Y2}$, $C=O$, $C=S$, $C=N(R^{Y1})$ or $-CH(Hal)$; wherein Hal is a halogen selected from F, Cl, Br and I; and R^{Y1} and R^{Y2} are independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, form a heterocyclic or heteroaryl moiety; or a pharmaceutically acceptable salt thereof.

83. (New) The compound of claim 2, wherein the compound has the structure:



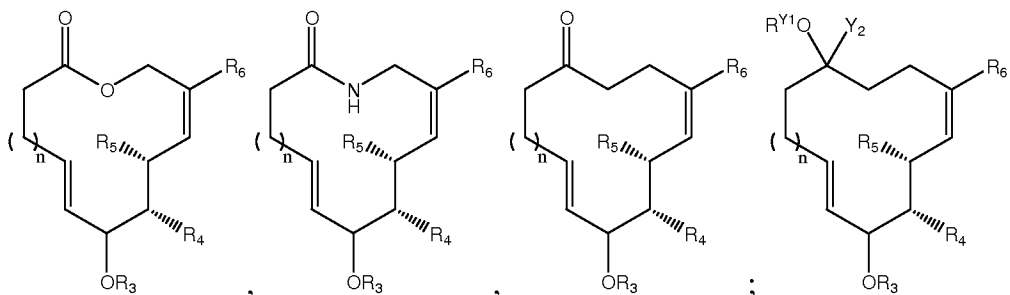
wherein n is 3; Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl; R^{8B} is hydrogen or C_{1-6} alkyl; and R^Y is hydrogen, halogen, $-OR^{Y1}$ or $-NR^{Y1}NR^{Y2}$; wherein R^{Y1} and R^{Y2} are independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, form a heterocyclic or heteroaryl moiety;
or a pharmaceutically acceptable salt thereof.

84. **(New)** The compound of claim 80, wherein the compound has the structure:



wherein n is 3; Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; and R^{8B} is hydrogen or C_{1-6} alkyl;
or a pharmaceutically acceptable salt thereof.

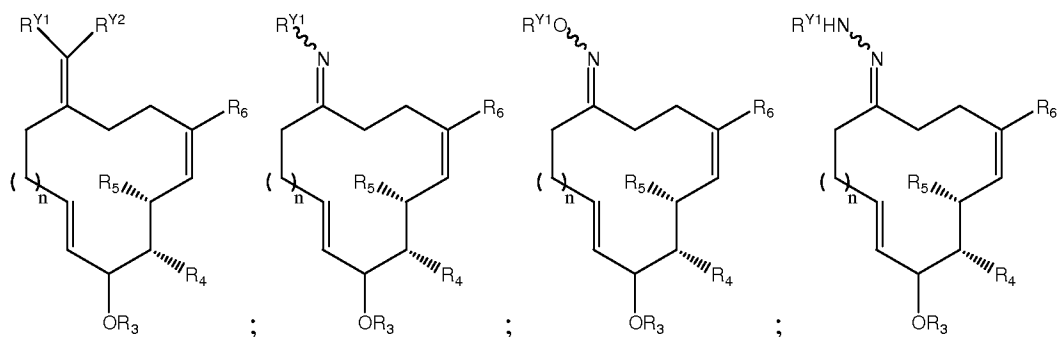
85. (New) The compound of claim 79, wherein the compound has the structure:



wherein n is 3; and Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl;

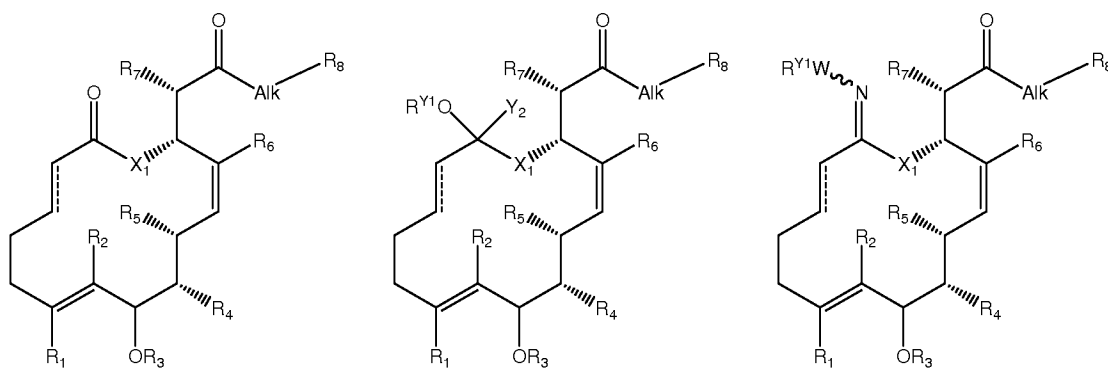
or a pharmaceutically acceptable salt thereof.

86. **(New)** The compound of claim 79, wherein the compound has the structure:



wherein n is 3; and R^{Y1} and R^{Y2} are independently hydrogen or C_{1-6} alkyl;
or a pharmaceutically acceptable salt thereof.

87. **(New)** The compound of claim 80, wherein the compound has one of the following structures:



W is O or NH ;

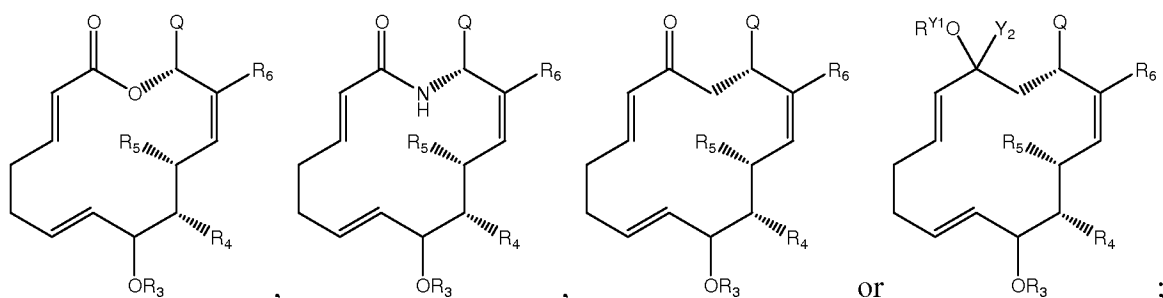
R^{Y1} is hydrogen, or a substituted or unsubstituted C_{1-20} aliphatic, hetero C_{1-20} aliphatic, C_{3-20} alicyclic, hetero C_{3-20} alicyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety;

R_7 is a substituted or unsubstituted C_{1-6} alkyl or hetero C_{1-6} alkyl moiety;

R_8 is a substituted or unsubstituted C_{1-20} alkyl, hetero C_{1-20} alkyl, cyclo C_{3-20} alkyl, heterocyclo C_{3-20} alkyl, C_{3-14} aryl or C_{3-14} heteroaryl moiety; and Alk is a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain wherein up to two non-adjacent

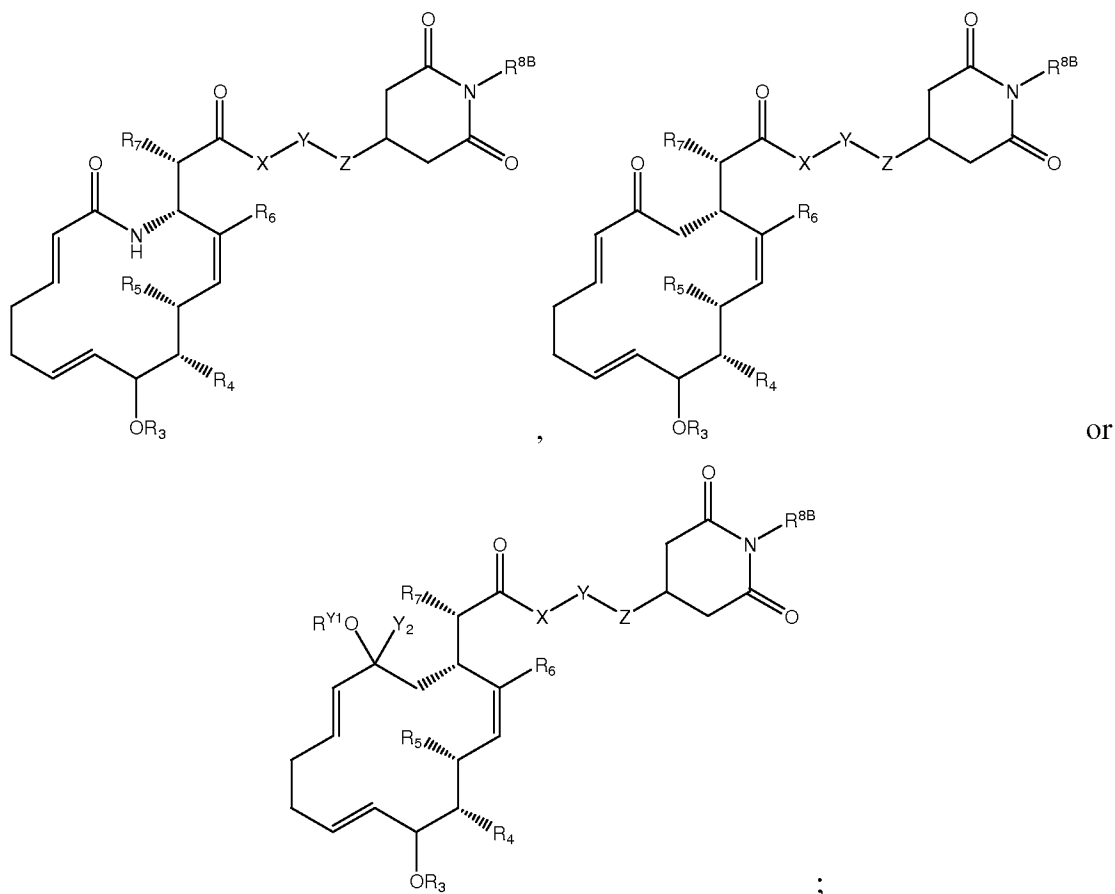
methylene units are independently optionally replaced by CO, CO₂, COCO, CONR^{Z1}, OCONR^{Z1}, NR^{Z1}NR^{Z2}, NR^{Z1}NR^{Z2}CO, NR^{Z1}CO, NR^{Z1}CO₂, NR^{Z1}CONR^{Z2}, SO, SO₂, NR^{Z1}SO₂, SO₂NR^{Z1}, NR^{Z1}SO₂NR^{Z2}, O, S, or NR^{Z1}; wherein each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, C₁₋₂₀ alkyl, heteroC₁₋₂₀ alkyl, C₃₋₁₄ aryl, C₃₋₁₄ heteroaryl or C₁₋₂₀ acyl; wherein for compounds of formula (a), when X¹ is O, the bond --- is a single bond; or a pharmaceutically acceptable salt thereof.

88. (New) The compound of claim 80, wherein the compound has one of the following structures:



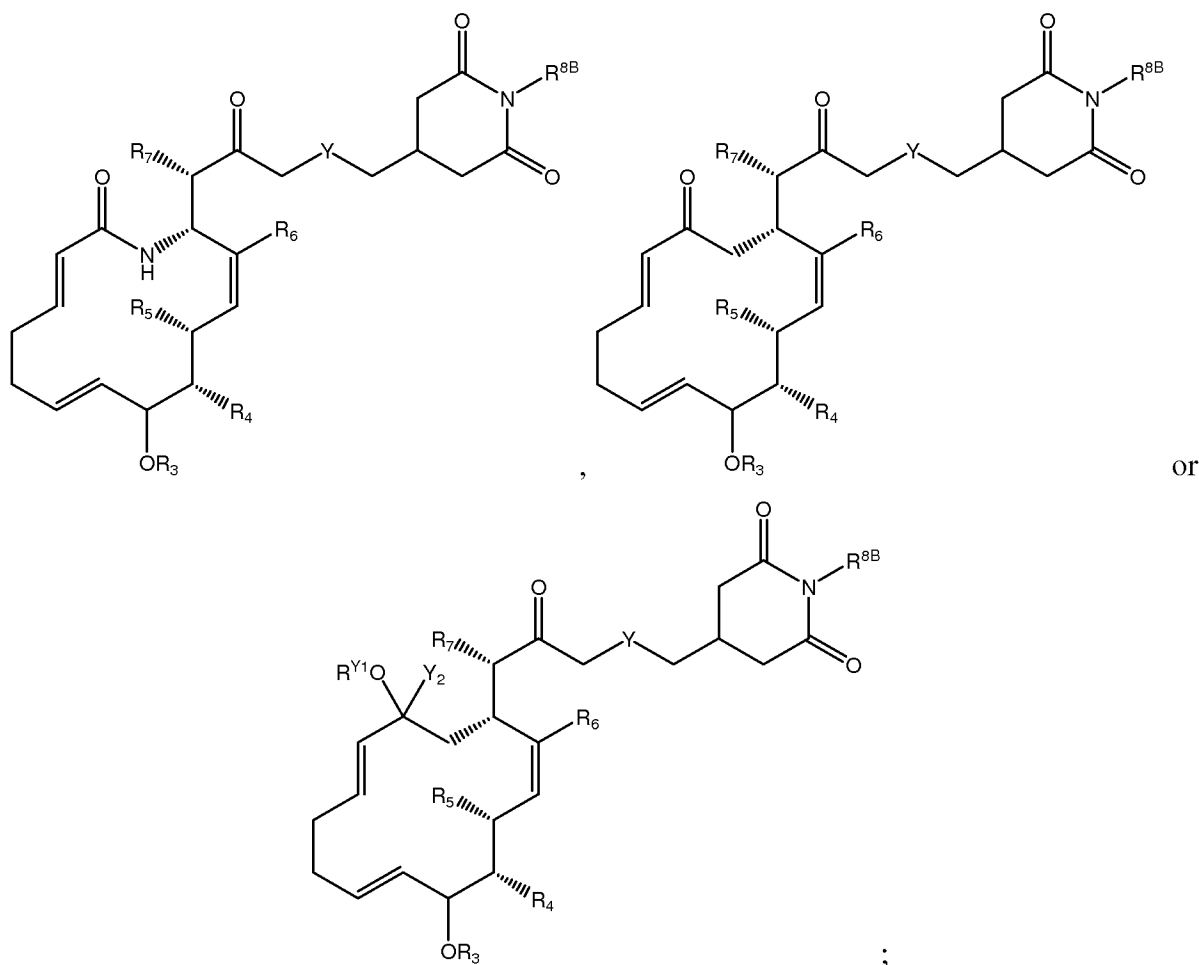
wherein Y₂ and R^{Y1} are independently hydrogen or C₁₋₆ alkyl; or a pharmaceutically acceptable salt thereof.

89. (New) The compound of claim 80, wherein the compound has one of the following structures:



wherein Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R^{8B} is hydrogen or C_{1-6} alkyl; and X, Y and Z are independently a bond, -O-, -S-, -C(=O)-, - NR^{Z1} -, - $CHOR^{Z1}$ -, - $CHNR^{Z1}R^{Z2}$ -, C=S, C=N(R^{Y1}) or -CH(Hal); or a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain wherein up to two non-adjacent methylene units are independently optionally replaced by CO, CO_2 , COCO, $CONR^{Z1}$, $OCONR^{Z1}$, $NR^{Z1}NR^{Z2}$, $NR^{Z1}NR^{Z2}CO$, $NR^{Z1}CO$, $NR^{Z1}CO_2$, $NR^{Z1}CONR^{Z2}$, SO, SO_2 , $NR^{Z1}SO_2$, SO_2NR^{Z1} , $NR^{Z1}SO_2NR^{Z2}$, O, S, or NR^{Z1} ; wherein Hal is a halogen selected from F, Cl, Br and I; and each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl; or R^{Z1} and R^{Z2} , taken together with the nitrogen atom to which they are attached, form a C_{3-20} heterocyclic or C_{3-14} heteroaryl moiety; or a pharmaceutically acceptable salt thereof.

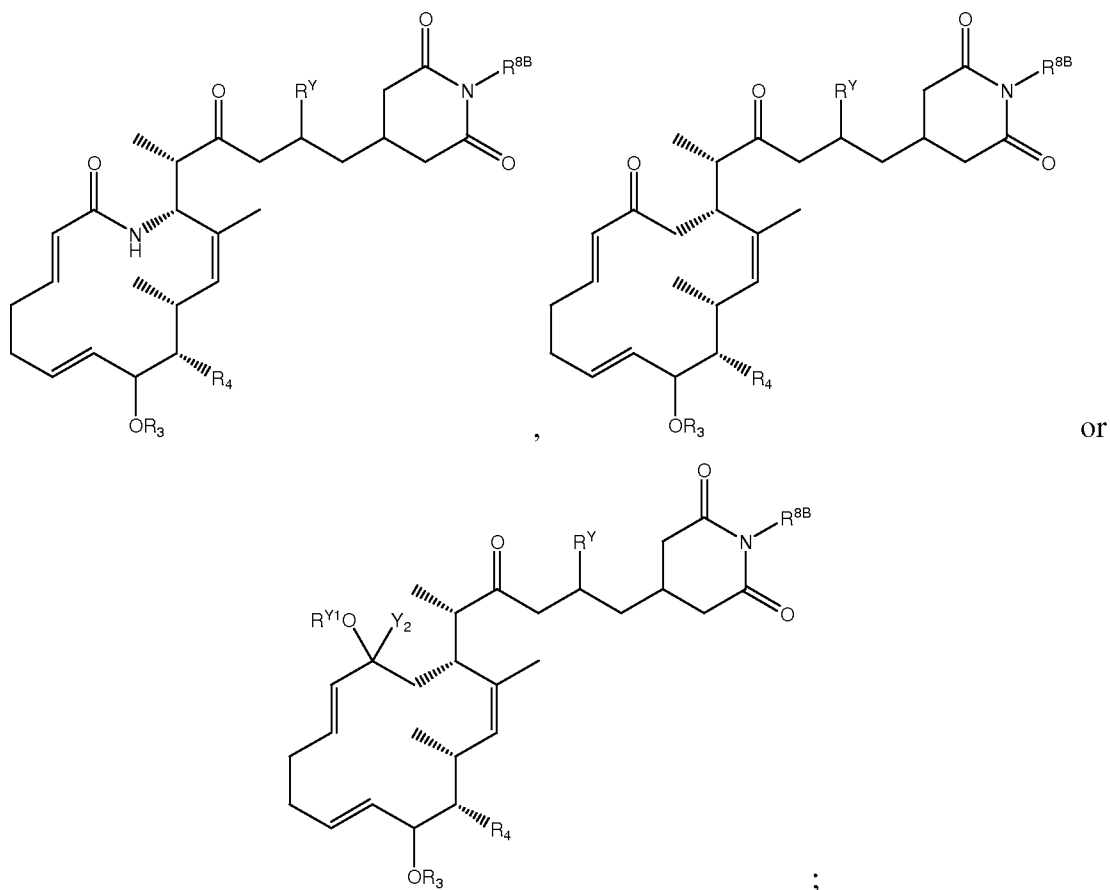
90. (New) The compound of claim 80, wherein the compound has one of the following structures:



Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl;

R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R^{8B} is hydrogen or C_{1-6} alkyl; and Y is $-CHOR^{Y1}$, $-CHNR^{Y1}R^{Y2}$, $C=O$, $C=S$, $C=N(R^{Y1})$ or $-CH(Hal)$; wherein Hal is a halogen selected from F, Cl, Br and I; and R^{Y1} and R^{Y2} are independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, form a C_{3-20} heterocyclic or C_{3-14} heteroaryl moiety; or a pharmaceutically acceptable salt thereof.

91. (New) The compound of claim 80, wherein the compound has one of the following structures:

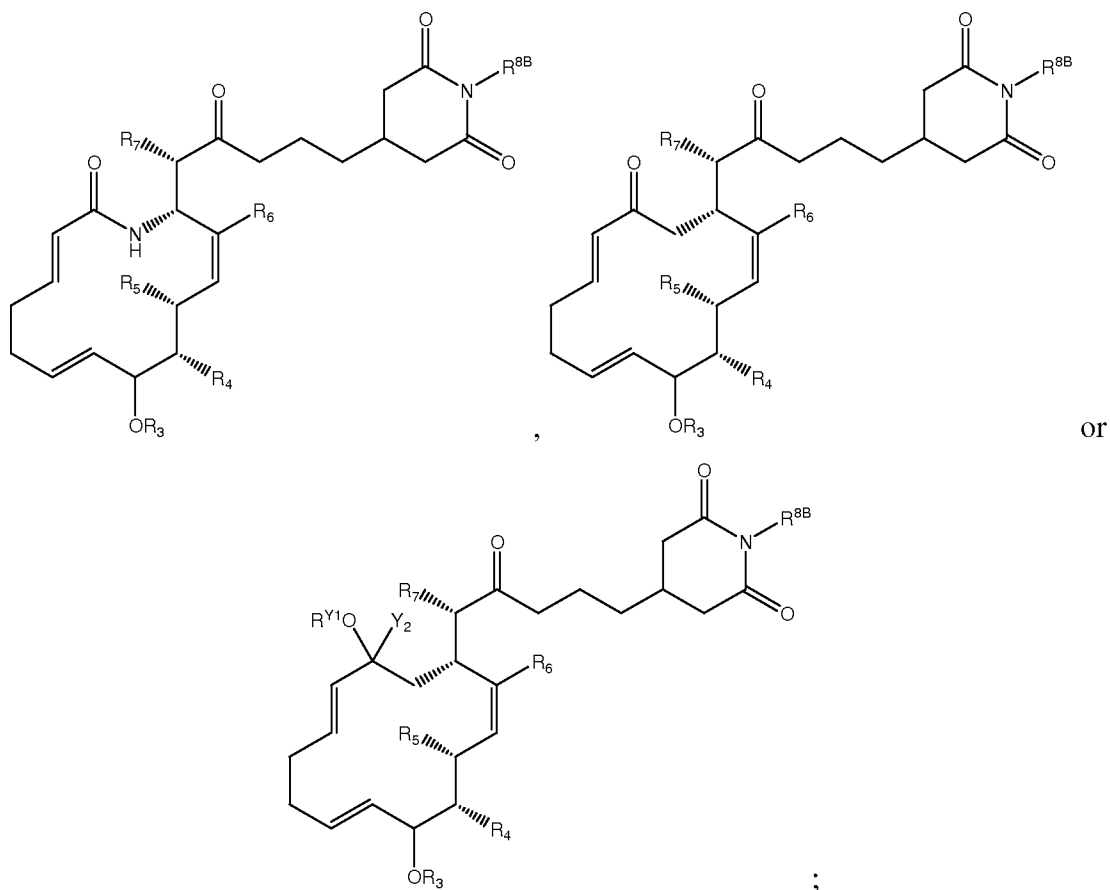


wherein Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl;

R^{8B} is hydrogen or C_{1-6} alkyl; and R^Y is hydrogen, halogen, $-OR^{Y1}$ or $-NR^{Y1}NR^{Y2}$;

wherein R^{Y1} and R^{Y2} are independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, form a C_{3-20} heterocyclic or C_{3-14} heteroaryl moiety;
or a pharmaceutically acceptable salt thereof.

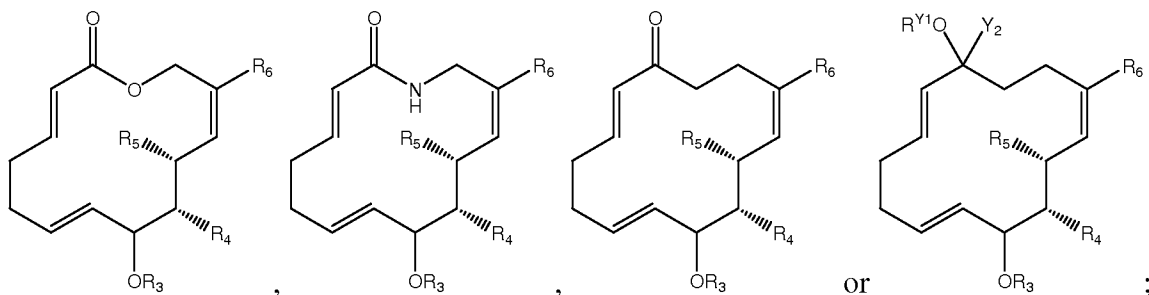
92. **(New)** The compound of claim 80, wherein the compound has one of the following structures:



wherein Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl;

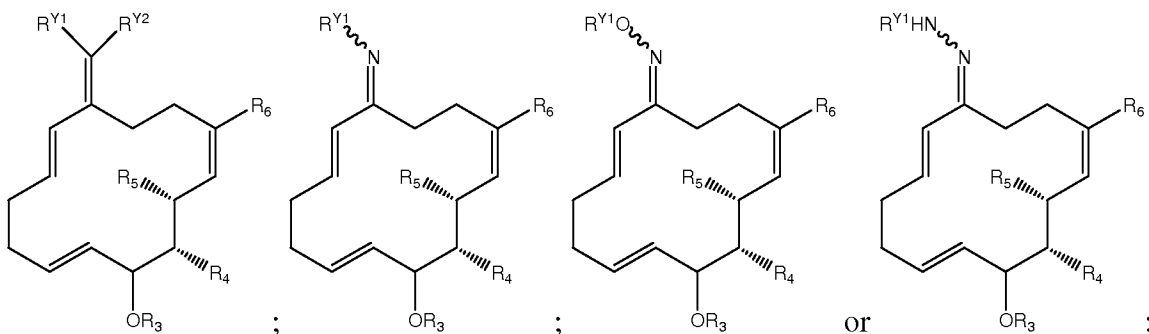
R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety;
and R^{8B} is hydrogen or C_{1-6} alkyl;
or a pharmaceutically acceptable salt thereof.

93. **(New)** The compound of claim 79, wherein the compound has one of the following structures:



wherein Y_2 and R^{Y1} are independently hydrogen or C_{1-6} alkyl;
or a pharmaceutically acceptable salt thereof.

94. **(New)** The compound of claim 79, wherein the compound has one of the following structures:



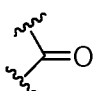
and R^{Y1} and R^{Y2} are independently hydrogen or C_{1-6} alkyl;
or a pharmaceutically acceptable salt thereof.

95. **(New)** The compound of claim 79, wherein R_1 and R_2 are each hydrogen.

96. **(New)** The compound of claim 79, wherein R_3 is C_{1-6} alkyl.

97. **(New)** The compound of claim 96, wherein R_3 is methyl.

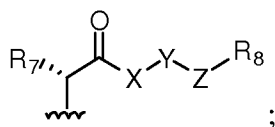
98. **(New)** The compound of claim 79, wherein R_5 and R_6 are each methyl;
 R_4 is OH, OAc, NH_2 or halogen, or R_4 taken together with the carbon atom to which it is

attached forms a moiety having the structure: .

99. **(New)** The compound according to any one of claims 81 or 89, wherein R_7 is C_{1-6} alkyl.

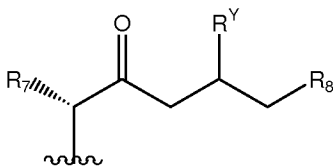
100. **(New)** The compound according to claim 99, wherein R_7 is methyl.

101. **(New)** The compound according to claim 79 of formula (b) or (c) or the compound of formula (a) wherein when X^1 is O, the bond --- is a single bond, wherein Q has the structure:



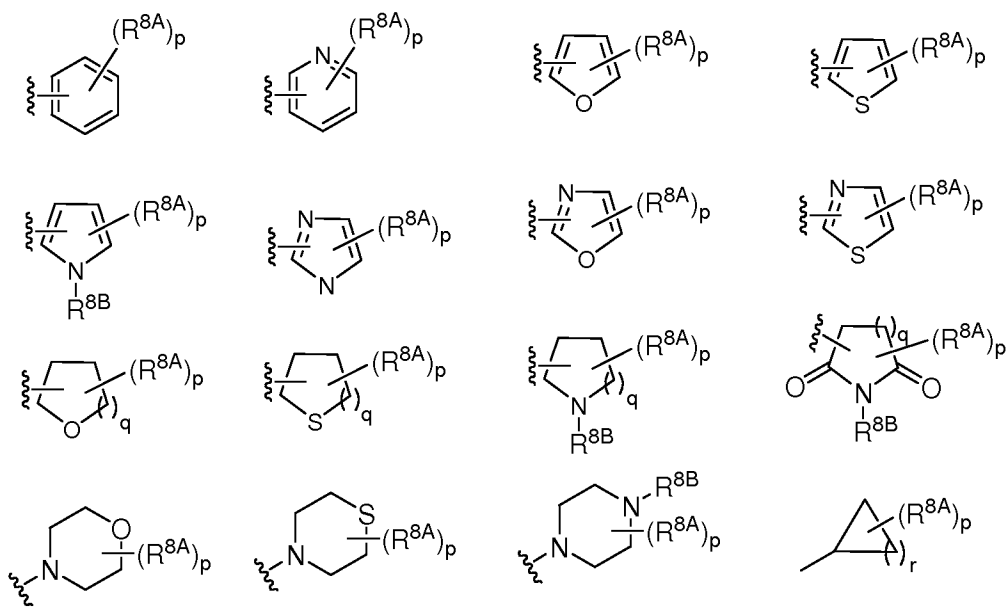
wherein R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R_8 is a substituted or unsubstituted C_{3-20} carbocyclic, C_{3-20} heterocyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety; and X, Y and Z are independently a bond, -O-, -S-, -C(=O)-, -NR^{Z1}-, -CHOR^{Z1}, -CHNR^{Z1}R^{Z2}, C=S, C=N(R^{Y1}) OR -CH(Hal); or a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain where up to two non-adjacent methylene units are independently optionally replaced by CO, CO₂, COCO, CONR^{Z1}, OCONR^{Z1}, NR^{Z1}NR^{Z2}, NR^{Z1}NR^{Z2}CO, NR^{Z1}CO, NR^{Z1}CO₂, NR^{Z1}CONR^{Z2}, SO, SO₂, NR^{Z1}SO₂, SO₂NR^{Z1}, NR^{Z1}SO₂NR^{Z2}, O, S, or NR^{Z1}; wherein Hal is a halogen selected from F, Cl, Br and I; and each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl; or R^{Z1} and R^{Z2}, taken together with the nitrogen atom to which they are attached, form a C_{3-20} heterocyclic or C_{3-14} heteroaryl moiety.

102. **(New)** The compound according to claim 79 of formula (b) or (c) or the compound of formula (a) wherein when X^1 is O, the bond ----- is a single bond, wherein Q has the structure:



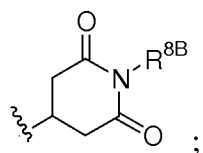
wherein R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic C_{1-6} alkyl moiety; R_8 is a substituted or unsubstituted C_{3-20} carbocyclic, C_{3-20} heterocyclic, C_{3-14} aryl or C_{3-14} heteroaryl moiety; and R^Y is hydrogen, halogen, -OR^{Y1} or -NR^{Y1}NR^{Y2}; wherein R^{Y1} and R^{Y2} are independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl or C_{1-20} acyl, or R^{Y1} and R^{Y2}, taken together with the nitrogen atom to which they are attached, form a C_{3-20} heterocyclic or C_{3-14} heteroaryl moiety.

103. **(New)** The compound of any one of claims 87, 98, or 99, wherein R_8 is one of:



wherein p is an integer from 0 to 5, as valency allows; q is 1 or 2, r is an integer from 1 to 6; each occurrence of R^{8A} is independently hydrogen, C_{1-20} alkyl, hetero C_{1-20} alkyl, C_{3-14} aryl, C_{3-14} heteroaryl, $-(C_{1-20} \text{ alkyl})C_{3-14}$ aryl or $-(C_{1-20} \text{ alkyl})C_{3-14}$ heteroaryl, $-OR^{8C}$, $-SR^{8C}$, $-N(R^{8C})_2$, $-SO_2N(R^{8C})_2$, $-(C=O)N(R^{8C})_2$, halogen, $-CN$, $-NO_2$, $-(C=O)OR^{8C}$, $-N(R^{8C})(C=O)R^{8D}$, wherein each occurrence of R^{8C} and R^{8D} is independently hydrogen, C_{1-6} alkyl, C_{1-6} heteroalkyl, C_{3-14} aryl, C_{3-14} heteroaryl, $-(C_{1-20} \text{ alkyl})C_{1-20}$ aryl or $-(C_{1-20} \text{ alkyl})C_{3-14}$ heteroaryl; and each occurrence of R^{8B} is independently hydrogen or C_{1-6} alkyl.

104. **(New)** The compound of claim 103, wherein R_8 has the structure:

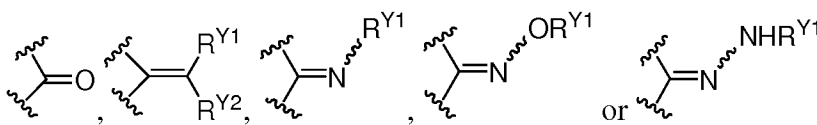


wherein R^{8B} is hydrogen or C_{1-6} alkyl.

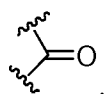
105. **(New)** The compound of claim 80 or 87, wherein Y_2 is C_{1-6} alkyl and R^{Y1} is hydrogen or C_{1-6} alkyl.

106. **(New)** The compound of claim 80 or 87, wherein R^{Y1} is H and Y_2 is CF_3 .

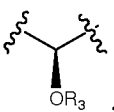
107. **(New)** The compound of claim 94, wherein R₄ is hydroxyl, C₁₋₆ alkoxy, acyloxy, amino or halogen, or R₄ taken together with the carbon atom to which it is attached forms a moiety

having the structure: ; wherein R^{Y1} and R^{Y2} are independently hydrogen, C₁₋₆ alkyl, C₃₋₁₄ aryl or C₃₋₁₄ heteroaryl.

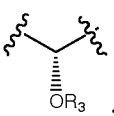
108. **(New)** The compound of claim 94, wherein R₄ is OH, OAc, NH₂ or F, or R₄ taken together with the carbon atom to which it is attached forms a moiety having the structure:



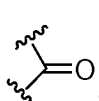
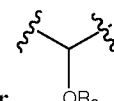
109. **(New)** The compound of claim 94, wherein the stereocenter  has the following

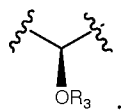
stereochemistry: .

110. **(New)** The compound of claim 94, wherein the stereocenter  has the following

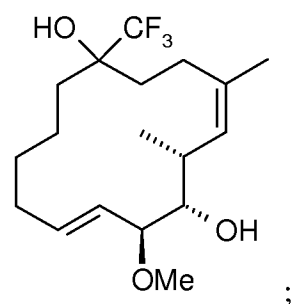
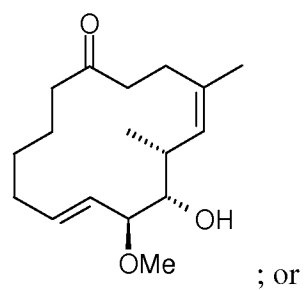
stereochemistry: .

111. **(New)** The compound of claim 94, wherein R₃, R₅ and R₆ are each methyl and R₄ is OH, OAc, NH₂ or F, or R₄ taken together with the carbon atom to which it is attached forms a moiety

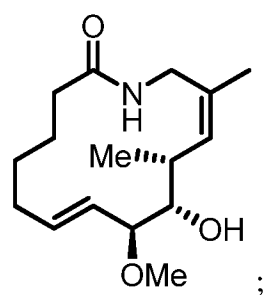
having the structure: ; and the stereocenter  has the following stereochemistry



112. **(New)** The compound according to claim 79, wherein the compound is selected from:

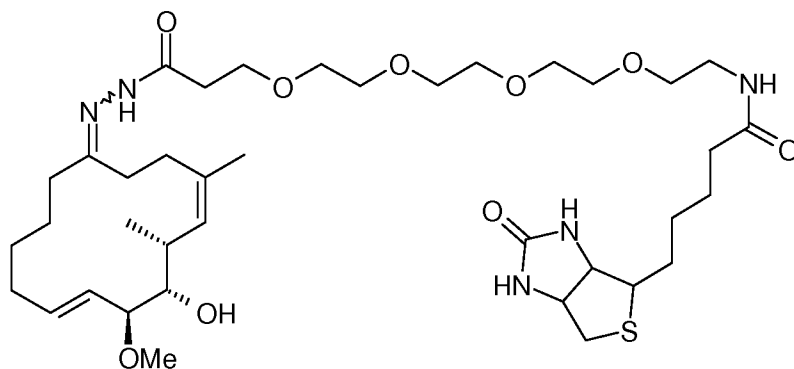


or



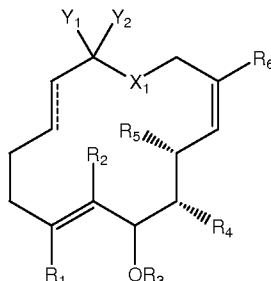
or a pharmaceutically acceptable salt thereof.

113. **(New)** A compound having the formula



or pharmaceutically acceptable salt thereof.

114. (New) A compound having the structure:

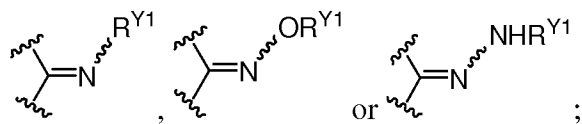


or pharmaceutically acceptable salt thereof;

wherein **R₁** and **R₂** are each independently hydrogen

R₃, **R₅** and **R₆** are C₁₋₆ alkyl;

R₄ is halogen, -OR^{4A}, -OC(=O)R^{4A} or -NR^{4A}R^{4B}; wherein R^{4A} and R^{4B} are independently hydrogen, or substituted or unsubstituted C₁₋₆ alkyl; a nitrogen protecting group selected from a carbamate, an amide, a cyclic imide derivative, an N-alkyl amine, an N-aryl amine, an imine derivative or an enamine derivative or an oxygen protecting group selected from a methyl ether, a substituted methyl ether, a substituted ethyl ether, a substituted benzyl ether, a silyl ether, an ester, a carbonate, a cyclic acetal or a ketal; or R^{4A} and R^{4B}, taken together with the nitrogen atom to which they are attached, form a C₃₋₂₀ heterocyclic or C₃₋₁₄ heteroaryl moiety; or R₄, taken together with the carbon atom to which it is attached forms a moiety having the structure:

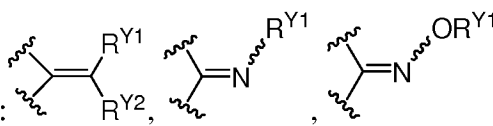


X₁ is O, S, NR^{X1} or CR^{X1}R^{X2}; wherein R^{X1} and R^{X2} are independently hydrogen, halogen, or substituted or unsubstituted C₁₋₂₀ alkyl, heteroC₁₋₂₀alkyl, cycloC₃₋₁₀alkyl, heterocyclo C₃₋₁₀alkyl, C₃₋₁₄ aryl or C₃₋₁₄ heteroaryl, or a nitrogen protecting group selected from a carbamate, an amide, a cyclic imide derivative, an N-alkyl amine, an N-aryl amine, an imine derivative or an enamine derivative; and

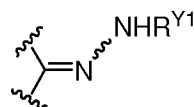
Y₁ and **Y₂** are independently hydrogen, or a substituted or unsubstituted C₁₋₂₀ alkyl, heteroC₁₋₂₀alkyl, cyclo C₃₋₁₀alkyl, heterocycloC₃₋₁₀alkyl, C₃₋₁₄aryl, or C₃₋₁₄ heteroaryl moiety; or -WR^{Y1}; wherein W is independently -O-, -S- or NR^{Y2} wherein each occurrence of R^{Y1} and R^{Y2}

is independently hydrogen or an C₁₋₂₀ alkyl, heteroC₁₋₂₀alkyl, cycloC₃₋₁₀alkyl, heterocycloC₃₋₁₀alkyl, C₃₋₁₄ aryl or C₃₋₁₄ heteroaryl moiety; or **Y**₁ and **Y**₂ together with the carbon atom to which

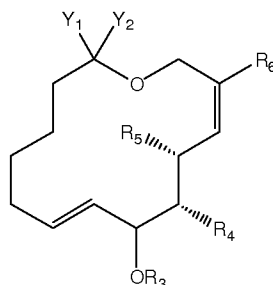
they are attached form a moiety having the structure:



or

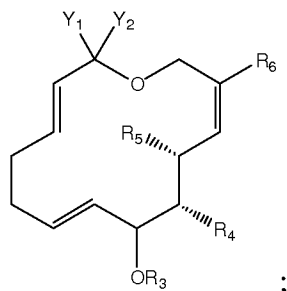


115. **(New)** The compound of claim 114 having the structure:



wherein n is 3; and **Y**₁ and **Y**₂ are independently hydrogen, C₁₋₆alkyl, or CF₃.

116. **(New)** The compound of claim 114 having the structure:



wherein **Y**₁ and **Y**₂ are independently hydrogen, C₁₋₆alkyl, or CF₃.

117. **(New)** The compound of claim 115 or 116, wherein R₅ and R₆ are each methyl.

118. **(New)** The compound of claim 115 or 116, wherein R₃ is lower alkyl.

119. **(New)** The compound of claim 118, wherein R₃ is methyl.

120. **(New)** The compound of claim 115 or 116, wherein R₄ is OH, OAc, NH₂ or halogen.
121. **(New)** A pharmaceutical composition comprising:
a pharmaceutically acceptable carrier, adjuvant or vehicle; and
a compound according to any one of claims 79, 112, 113, or 114, or a
pharmaceutically acceptable salt thereof.
122. **(New)** The pharmaceutical composition of claim 121, further comprising a cytotoxic agent.
123. **(New)** The pharmaceutical composition of claim 122, wherein the cytotoxic agent is an anticancer agent.
124. **(New)** The pharmaceutical composition of claim 123, wherein the anticancer agent is 12,13-desoxyepothilone B, (E)-9,10-dehydro-12,13-desoxyEpoB, 26-CF3-(E)-9,10-dehydro-12,13-desoxyEpoB, taxol, radicicol or TMC-95A/B.
125. **(New)** The pharmaceutical composition of claim 121, further comprising a palliative agent.